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August 5, 2004

VIA ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Room TWB-204
Washington, D.C. 20554

RE: *In the Matter of Section 272(f)(1) Sunset of BOC Separate Affiliate and Related Requirements, WC Docket No. 02-112*

Dear Ms. Dortch:

In response to a request by Wireline Competition Bureau (WCB) staff to update through the second quarter of 2004 certain information filed in response to an earlier data request in the above captioned proceeding, SBC Communications Inc. (SBC) hereby submits the following:

- (1) Estimated CLEC Access Lines for Residence, Business and Total (based on E911 listings + UNE-P + resold lines) cumulative quarterly totals by state (*see Attachment A*)
- (2) SBC Access Lines (Consumer + Non-ISDN Business) by month by state/region (*see Attachment B*)
- (3) SBC Consumer Access Lines (Retail Residential - additional and primary) by *quarter* by state/region (*see Attachment C*)
- (4) Growth in Consumer Bundles (Total Bundles and Key Product Bundles) (*see also http://www.sbc.com/Investor/Financial/Earning_Info/docs/2Q_04_IB_FINAL.pdf*):
 - Penetration of key-product bundles increased to 54 percent at the end of the quarter, up from 31 percent a year earlier. A key-product bundle includes a consumer retail line plus one or more of the following: long distance, DSL, jointly billed Cingular Wireless or SBC-DISH Network TV service.
 - Penetration of total bundles — a consumer retail line plus two or more vertical services such as Caller ID and Call Forwarding or at least one key product — reached 75 percent at the end of the quarter, up from 66 percent a year earlier.

In accordance with section 1.1206 of the Commission's rules, this letter is being filed in the above referenced proceeding via the Commission's ECFS system. Should you have any questions regarding the attached, please do not hesitate to contact me by whatever means are most convenient for you.

Sincerely,

A handwritten signature in cursive script, reading "Brett A. Kinsel". The signature is written in dark ink on a light-colored background.

ENCLOSURES

cc: Pamela Megna (pamela.megna@fcc.gov)
Michael Carowitz (michael.carowitz@fcc.gov)

YTD 2004 Estimated CLEC Access Lines
(Cumulative Quarterly Totals)

Estimated CLEC Access Lines		End of Year 2003 Total	1st Quarter 2004 Cumulative Total	2nd Quarter 2004 Cumulative Total	2nd Quarter 2004 % Change From: EOY 2002
Arkansas	Residence	105,462	111,492	115,431	23%
	Business	85,543	87,489	89,036	22%
	Total	191,005	198,981	204,467	22%
Kansas	Residence	146,915	150,544	149,316	0%
	Business	140,101	136,575	135,573	7%
	Total	287,016	287,119	284,889	4%
Missouri	Residence	145,729	158,827	178,466	48%
	Business	381,167	371,708	383,381	26%
	Total	526,896	530,535	561,847	32%
Oklahoma	Residence	159,225	169,498	175,000	31%
	Business	157,944	160,047	165,523	22%
	Total	317,169	329,545	340,523	27%
Texas	Residence	1,240,174	1,245,304	1,218,679	-5%
	Business	1,135,229	1,179,194	1,226,231	27%
	Total	2,375,403	2,424,498	2,444,910	9%
California	Residence	1,692,014	1,708,480	1,769,486	44%
	Business	2,109,626	2,217,686	2,174,633	17%
	Total	3,801,640	3,926,166	3,944,119	28%
Nevada	Residence	2,777	2,818	7,943	496%
	Business	38,608	38,103	38,219	1%
	Total	41,385	40,921	46,162	18%
Illinois	Residence	1,027,682	1,023,037	1,025,983	8%
	Business	1,400,993	1,454,637	1,499,621	12%
	Total	2,428,675	2,477,674	2,525,604	10%
Indiana	Residence	307,898	314,625	314,988	112%
	Business	212,350	212,824	217,900	11%
	Total	520,248	527,449	532,888	54%
Michigan	Residence	1,094,092	1,093,939	1,094,137	22%
	Business	745,993	772,753	793,263	24%
	Total	1,840,085	1,866,692	1,887,400	23%
Ohio	Residence	589,671	592,928	589,705	60%
	Business	416,065	446,469	460,258	26%
	Total	1,005,736	1,039,397	1,049,963	43%
Wisconsin	Residence	303,881	317,615	324,674	67%
	Business	427,952	435,901	448,396	11%
	Total	731,833	753,516	773,070	29%
Connecticut	Residence	NA	NA	NA	N/A
	Business	NA	NA	NA	N/A
	Total	NA	NA	NA	N/A
Total SBC (excludes Connecticut)	Residence	6,815,520	6,889,107	6,963,808	25%
	Business	7,251,571	7,513,386	7,632,034	18%
	Total	14,067,091	14,402,493	14,595,842	21%

CLEC access lines are based on E911 listings + UNE-P + resold lines

SBC YTD 2004 ACCESS LINES (Consumer + Non-ISDN Business)

	Jan-04	Feb-04	Mar-04	Apr-04	May-04	Jun-04	Dec-99	1999 to YTD 2004 % Change
Texas	7,146,323	7,124,803	7,103,714	7,066,024	7,033,207	6,981,969		
Oklahoma	1,289,991	1,284,352	1,277,878	1,268,341	1,260,195	1,249,560		
Kansas	935,289	931,054	923,332	916,401	910,612	902,014		
Arkansas	794,517	792,063	788,596	783,093	779,356	773,285		
Missouri	2,112,955	2,102,261	2,094,580	2,079,854	2,068,161	2,050,192		
Total SW	12,279,075	12,234,533	12,188,100	12,113,713	12,051,531	11,957,020	15,297,749	-21.8%
California	14,725,452	14,653,310	14,604,998	14,549,867	14,476,563	14,395,988		
Nevada	340,684	339,783	339,373	337,816	336,442	335,910		
Total West	15,066,136	14,993,093	14,944,371	14,887,683	14,813,005	14,731,898	17,820,964	-17.3%
Michigan	3,482,129	3,466,761	3,447,947	3,432,474	3,404,387	3,387,978		
Illinois	5,039,982	5,021,718	4,991,433	4,961,580	4,925,066	4,892,895		
Ohio	2,926,945	2,915,107	2,900,752	2,882,310	2,853,832	2,836,014		
Wisconsin	1,521,329	1,512,816	1,501,946	1,493,453	1,481,750	1,467,497		
Indiana	1,789,744	1,785,295	1,780,269	1,773,904	1,763,473	1,756,773		
Total Midwest	14,760,129	14,701,697	14,622,347	14,543,721	14,428,508	14,341,157	20,242,316	-29.2%
Total SBC w/o SNET	42,105,340	41,929,323	41,754,818	41,545,117	41,293,044	41,030,075	53,361,029	-23.1%
SNET	2,051,580	2,042,321	2,030,387	2,019,261	2,008,344	1,996,426	2,333,873	-14.5%
Total SBC w/ SNET	44,156,920	43,971,644	43,785,205	43,564,378	43,301,388	43,026,501	55,694,902	-22.7%

SBC YTD 2004 CONSUMER ACCESS LINES

	Mar-04	Jun-04	Dec-99	1999 to 2Q-2004 % Change
Texas	4,842,697	4,757,531		
Oklahoma	891,700	867,088		
Kansas	621,975	602,672		
Arkansas	523,476	509,304		
Missouri	1,514,966	1,475,020		
Total SW	8,394,814	8,211,615	10,551,057	-22.2%
California	9,225,746	9,072,387		
Nevada	228,891	225,866		
Total West	9,454,637	9,298,253	11,248,454	-17.3%
Michigan	2,047,670	2,009,405		
Illinois	3,067,985	2,999,862		
Ohio	1,983,273	1,946,521		
Wisconsin	1,011,313	983,088		
Indiana	1,131,141	1,110,046		
Total Midwest	9,241,382	9,048,922	13,199,304	-31.4%
Total SBC w/o SNET	27,090,833	26,558,790	34,998,815	-24.1%
SNET	1,446,064	1,420,252	1,590,893	-10.7%
Total SBC w/ SNET	28,536,897	27,979,042	36,589,708	-23.5%

NOTE: Includes retail residential - additional and primary